

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On September 3, 2010, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the party listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation and Agreed Order Between Reorganized Debtors, ACE American Insurance Company, Pacific Employers Insurance Company, and Illinois Union Insurance Company Consolidating Certain Proofs of Administrative Expense Claims (ACE American Insurance Company, Pacific Employers Insurance Company, and Illinois Union Insurance Company Administrative Claim Joint Stipulation and Agreed Order) (Docket No. 20504) [a copy of which is attached hereto as Exhibit C]
- 2) Joint Stipulation and Agreed Order Between Reorganized Debtors and Toyota Motor Corporation Compromising and Allowing Proof of Claim Number 15533 (Toyota Motor Corporation) (Docket No. 20516) [a copy of which is attached hereto as Exhibit D]
- 3) Joint Stipulation and Agreed Order Between Reorganized Debtors and Temic Automotive of North America, Inc. Compromising and Allowing Proof of Claim Number 8391 (Temic Automotive of North America, Inc., n/k/a Continental Automotive Systems, Inc., as Assignee of Motorola, Inc.) (Docket No. 20517) [a copy of which is attached hereto as Exhibit E]
- 4) Order Denying Notice of Appeal Filed by Plymouth Rubber Company, LLC (Docket No. 20519) [a copy of which is attached hereto as Exhibit F]

- 5) Order Regarding Supplement to Motion of Methode Electronics Inc. for Relief from Plan Injunction (Docket No. 20548) [a copy of which is attached hereto as Exhibit G]

On September 3, 2010, I caused to be served the document listed below upon the parties listed on Exhibit H hereto via postage pre-paid U.S. mail:

- 6) Joint Stipulation and Agreed Order Between Reorganized Debtors, ACE American Insurance Company, Pacific Employers Insurance Company, and Illinois Union Insurance Company Consolidating Certain Proofs of Administrative Expense Claims (ACE American Insurance Company, Pacific Employers Insurance Company, and Illinois Union Insurance Company Administrative Claim Joint Stipulation and Agreed Order) (Docket No. 20504) [a copy of which is attached hereto as Exhibit C]

On September 3, 2010, I caused to be served the document listed below upon the party listed on Exhibit I hereto via postage pre-paid U.S. mail:

- 7) Joint Stipulation and Agreed Order Between Reorganized Debtors and Toyota Motor Corporation Compromising and Allowing Proof of Claim Number 15533 (Toyota Motor Corporation) (Docket No. 20516) [a copy of which is attached hereto as Exhibit D]

On September 3, 2010, I caused to be served the document listed below upon the party listed on Exhibit J hereto via postage pre-paid U.S. mail:

- 8) Joint Stipulation and Agreed Order Between Reorganized Debtors and Temic Automotive of North America, Inc. Compromising and Allowing Proof of Claim Number 8391 (Temic Automotive of North America, Inc., n/k/a Continental Automotive Systems, Inc., as Assignee of Motorola, Inc.) (Docket No. 20517) [a copy of which is attached hereto as Exhibit E]

On September 3, 2010, I caused to be served the document listed below upon the party listed on Exhibit K hereto via postage pre-paid U.S. mail:

- 9) Order Denying Notice of Appeal Filed by Plymouth Rubber Company, LLC (Docket No. 20519) [a copy of which is attached hereto as Exhibit F]

On September 3, 2010, I caused to be served the document listed below upon the parties listed on Exhibit L hereto via postage pre-paid U.S. mail:

- 10) Order Regarding Supplement to Motion of Methode Electronics Inc. for Relief from Plan Injunction (Docket No. 20548) [a copy of which is attached hereto as Exhibit G]

Dated: September 9, 2010

/s/ Darlene Calderon

Darlene Calderon

State of California  
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 9<sup>th</sup> day of September, 2010, by  
Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who  
appeared before me.

Signature: /s/ Vanessa R. Quiñones

Commission Expires: 3/20/11

# **EXHIBIT A**

## Post-Emergence Master Service List

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## **EXHIBIT C**

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED  
DEBTORS, ACE AMERICAN INSURANCE COMPANY, PACIFIC EMPLOYERS  
INSURANCE COMPANY, AND ILLINOIS UNION INSURANCE COMPANY  
CONSOLIDATING CERTAIN PROOFS OF ADMINISTRATIVE EXPENSE CLAIMS

(ACE AMERICAN INSURANCE COMPANY, PACIFIC EMPLOYERS INSURANCE  
COMPANY, AND ILLINOIS UNION INSURANCE COMPANY ADMINISTRATIVE  
CLAIM JOINT STIPULATION AND AGREED ORDER)

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and ACE American Insurance Company ("ACE"), Pacific Employers Insurance Company ("Pacific") and Illinois Union Insurance Company ("Illinois Union," and together with ACE and Pacific, the "Claimants") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors and Claimants Consolidating Certain Proofs Of Administrative Expense Claims (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, (the "Petition Dates"), Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC, former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, ACE, Pacific, and Illinois Union, as the case may be, timely filed the proofs of administrative expense claims listed in column A on Exhibit A hereto (collectively, the "Basic Claims") against the Debtor entities listed in column C on Exhibit A, asserting, as more fully set forth in the Basic Claims, administrative expense claims for the Debtors' obligations including, but not limited to, insurance premiums, deductible reimbursements, and certain other amounts under insurance policies and related agreements between the Debtors and the Claimants.

WHEREAS, on or about November 4, 2009, ACE and Pacific also each filed an administrative claim against Delphi Corporation (collectively, the "Litigation Claims") asserting, as more fully set forth therein, administrative expense claims for, inter alia, claims arising from



allegations by the State of Michigan Workers' Compensation Agency regarding coverage for workers' compensation claims in the state of Michigan.

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707) (the "Modification Approval Order"), and emerged from chapter 11 as the Reorganized Debtors.

WHEREAS, on March 19, 2010, the Reorganized Debtors objected to the Basic Claims and the Litigation Claims pursuant to the Reorganized Debtors' Forty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge Certain Administrative Expense (A) Books And Records Claims, (B) Methode Electronics Claims, (C) State Workers' Compensation Claims, (D) Duplicate State Workers' Compensation Claims, (E) Workers' Compensation Claims, (F) Transferred Workers' Compensation Claims, (G) Tax Claims, (H) Duplicate Insurance Claims, And (I) Severance Claims, (II) Disallow And Expunge (A) A Certain Duplicate Workers' Compensation Claim, (B) A Certain Duplicate Tax Claim, And (C) A Certain Duplicate Severance Claim, (III) Modify Certain Administrative Expense (A) State Workers' Compensation Claims And (B) Workers' Compensation Claims, And (IV) Allow Certain Administrative Expense Severance Claims (Docket No. 19711) (the "Forty-Sixth Omnibus Claims Objection").

WHEREAS, on April 15, 2010, the Claimants filed the Response Of The ACE Companies To Debtors' Forty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Disallow And Expunge Certain Administrative Expense (A) Books And Records Claims, (B) Methode Electronics Claims, (C) State Workers' Compensation

Claims, (D) Duplicate State Workers' Compensation Claims, (E) Workers' Compensation Claims, (F) Transferred Workers' Compensation Claims, (G) Tax Claims, (H) Duplicate Insurance Claims, And (I) Severance Claims, (II) Disallow And Expunge (A) A Certain Duplicate Workers' Compensation Claim, (B) A Certain Duplicate Tax Claim, And (C) A Certain Duplicate Severance Claim, (III) Modify Certain Administrative Expense (A) State Workers' Compensation Claims And (B) Workers' Compensation Claims, And (IV) Allow Certain Administrative Expense Severance Claims (Docket No. 19836) (the "Response").

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests . . . ." Modified Plan, art. 9.6.

WHEREAS, the Reorganized Debtors and the Claimants have agreed to consolidate the Basic Claims pursuant to the terms hereof; provided, however, that the Surviving Claims (as defined herein) will be deemed to incorporate fully each of the Withdrawn Claims (as defined herein) asserted by the applicable Claimant.

NOW, THEREFORE, the Reorganized Debtors and the Claimants stipulate and agree as follows:

1. For administrative convenience only, without prejudice to each of the Claimants' rights against each of the Debtors and/or Reorganized Debtors and subject to the Reorganized Debtors' waiver of any right to object to the timeliness of the filing thereof, the Basic Claims are consolidated as follows:

- (a) All Basic Claims filed by ACE listed on Exhibit A shall be deemed consolidated into either Claim 19270 or Claim 19633, as set forth on Exhibit A.

- (b) All Basic Claims filed by Pacific listed on Exhibit A shall be deemed consolidated into either Claim 19192 or Claim 19671, as set forth on Exhibit A.
- (c) All Basic Claims filed by Illinois Union listed on Exhibit A shall be deemed consolidated into Claim 18900.

2. Basic Claim numbers 19270, 19633, 19192, 19671, and 18900 filed by ACE, Pacific, and Illinois Union, respectively, shall survive (collectively, the "Surviving Claims") and all other Basic Claims listed on Exhibit A (collectively, the "Withdrawn Claims") shall be deemed withdrawn without prejudice to the Claimants' rights against each of the Debtors and/or Reorganized Debtors to reassert the Withdrawn Claims at a later date; and in the event any such Withdrawn Claim(s) is/are reasserted (the "Reasserted Claim(s)"), (a) such Reasserted Claim(s) shall not be subject to the (i) July 31, 2006 bar date established under the Order Under 11 U.S.C. §§ 107(b), 501, 502, And 1111(a) And Fed R. Bankr. P. 1009, 2002(a)(7), 3003(c)(3), And 5005(a) Establishing Bar Dates For Filing Proofs Of Claim And Approving Form And Manner Of Notice Thereof (Docket No. 3206), (ii) July 15, 2009 bar date established pursuant to Article 10.2 of the Modified Plan and paragraph 38 of the Order (A)(I) Approving Modifications To Debtors' First Amended Plan Of Reorganization (As Modified) And Related Disclosures And Voting Procedures And (II) Setting Final Hearing Date To Consider Modifications To Confirmed First Amended Plan Of Reorganization And (B) Setting Administrative Expense Claims Bar Date And Alternative Transaction Hearing Date (Docket No. 17032), or (iii) November 5, 2009 bar date established pursuant to Articles 1.5 and 10.5 of the Modified Plan and paragraph 47 of the Modification Approval Order (the July 31, 2006 bar date, the July 15, 2009 bar date, and the November 5, 2009 bar date are collectively referred to herein as the "Bar Dates") for filing claims and (b) the Forty-Sixth Omnibus Claims Objection shall be reinstated as to such Reasserted Claim(s), the Response shall be reinstated as to such Reasserted Claim(s) and

any hearing on such Reasserted Claim(s), the Forty-Sixth Omnibus Claims Objection and/or the Response shall be scheduled on no less than thirty (30) days notice.

3. ACE, Pacific, and Illinois Union reserve all of their rights to amend in accordance with applicable law (i) any of the Surviving Claims and (ii) any of the Reasserted Claims. Except as otherwise set forth herein, the Reorganized Debtors reserve any and all of their rights to object to or contest any amendment to any of the Surviving Claims or Reasserted Claims.

4. In the event that ACE, Pacific, or Illinois Union chooses to reassert any of the Withdrawn Claims, ACE, Pacific, or Illinois Union, as applicable, shall provide 2 business days' notice via electronic mail to the undersigned counsel for the Reorganized Debtors of ACE, Pacific, or Illinois Union's intent to reassert such Withdrawn Claim(s).

5. The Reorganized Debtors waive any right to (a) seek to have any Surviving Claim disallowed, reduced or expunged solely on the basis that such Surviving Claim is asserted against Delphi Corporation n/k/a DPH Holdings Corp. rather than another Debtor(s) or Reorganized Debtor(s) in which case(s) a Basic Claim had previously been filed and/or (b) object to the timeliness of the filing of the Basic Claims or the Litigation Claims.

6. Nothing herein shall be deemed to affect, alter or otherwise modify (a) any of the insurance policies and related agreements between the Debtors and the Claimants, (b) the Litigation Claims and/or (c) any other stipulation entered into by the Debtors and the Claimants or order of the Court including, but not limited to, (i) that certain Order dated January 6, 2006 Under 11 U.S.C. §§ 362, 363, 365, 1107, and 1108 Authorizing Renewal of Insurance Coverage and Certain Related Relief (Docket No. 1779), (ii) that certain Joint Stipulation And Agreed Order Resolving The Debtors' Thirteenth Omnibus Claims Objection And Claims Estimation

Motion With Respect To Proofs Of Claim Filed By ACE American Insurance Company, Pacific Employers Insurance Company, Illinois Union Insurance Company, ESIS, Inc. And Their Affiliates And Consolidating Such Proofs Of Claim (Docket No. 10520), and (iii) that certain Stipulation And Order Resolving Limited Objection Of The ACE Companies To Approval And/Or Confirmation Of First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (As Modified) And Preserving Limited Objection Of The ACE Companies To Assignment Of Agreements To Buyers (Docket No. 18793).

7. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 16<sup>th</sup> day of August, 2010

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

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Company, Pacific Employers Insurance  
Company, and Illinois Union Insurance Company



A	B	C	D
Claim	Claimant	Debtor	Surviving Claim
19270	ACE AMERICAN INSURANCE COMPANY	DELPHI CORPORATION	19270
19633	ACE AMERICAN INSURANCE COMPANY	DELPHI CORPORATION	19633
19271	ACE AMERICAN INSURANCE COMPANY	ASEC MANUFACTURING GENERAL PARTNERSHIP	19270
19632	ACE AMERICAN INSURANCE COMPANY	ASEC MANUFACTURING GENERAL PARTNERSHIP	19633
19269	ACE AMERICAN INSURANCE COMPANY	ASEC SALES GENERAL PARTNERSHIP	19270
19631	ACE AMERICAN INSURANCE COMPANY	ASEC SALES GENERAL PARTNERSHIP	19633
19242	ACE AMERICAN INSURANCE COMPANY	ASPIRE, INC	19270
19658	ACE AMERICAN INSURANCE COMPANY	ASPIRE, INC	19633
19244	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC	19270
19652	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC	19633
19246	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC	19270
19650	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC	19633
19247	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS LLC	19270
19649	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS LLC	19633
19260	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP	19270
19661	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP	19633
19255	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC	19270
19645	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC	19633
19258	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC	19270
19663	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC	19633
19256	ACE AMERICAN INSURANCE COMPANY	DELPHI ELECTRONICS (HOLDING) LLC	19270
19665	ACE AMERICAN INSURANCE COMPANY	DELPHI ELECTRONICS (HOLDING) LLC	19633
19245	ACE AMERICAN INSURANCE COMPANY	DELPHI FOREIGN SALES CORPORATION	19270
19651	ACE AMERICAN INSURANCE COMPANY	DELPHI FOREIGN SALES CORPORATION	19633
19250	ACE AMERICAN INSURANCE COMPANY	DELPHI INTEGRATED SERVICE SOLUTIONS, INC	19270
19657	ACE AMERICAN INSURANCE COMPANY	DELPHI INTEGRATED SERVICE SOLUTIONS, INC	19633
19268	ACE AMERICAN INSURANCE COMPANY	DELPHI LIQUIDATION HOLDING COMPANY	19270
19666	ACE AMERICAN INSURANCE COMPANY	DELPHI LIQUIDATION HOLDING COMPANY	19633
19241	ACE AMERICAN INSURANCE COMPANY	DELPHI LLC	19270
19659	ACE AMERICAN INSURANCE COMPANY	DELPHI LLC	19633
19272	ACE AMERICAN INSURANCE COMPANY	DELPHI NY HOLDING CORPORATION	19270
19634	ACE AMERICAN INSURANCE COMPANY	DELPHI NY HOLDING CORPORATION	19633
19253	ACE AMERICAN INSURANCE COMPANY	DELPHI RECEIVABLES LLC	19270
19647	ACE AMERICAN INSURANCE COMPANY	DELPHI RECEIVABLES LLC	19633
19243	ACE AMERICAN INSURANCE COMPANY	DELPHI SERVICES HOLDING CORPORATION	19270
19653	ACE AMERICAN INSURANCE COMPANY	DELPHI SERVICES HOLDING CORPORATION	19633
19257	ACE AMERICAN INSURANCE COMPANY	DELPHI TECHNOLOGIES, INC	19270
19664	ACE AMERICAN INSURANCE COMPANY	DELPHI TECHNOLOGIES, INC	19633
19254	ACE AMERICAN INSURANCE COMPANY	DREAL INC	19270
19654	ACE AMERICAN INSURANCE COMPANY	DREAL INC	19633
19262	ACE AMERICAN INSURANCE COMPANY	ENVIRONMENTAL CATALYSTS, LLC	19270
19630	ACE AMERICAN INSURANCE COMPANY	ENVIRONMENTAL CATALYSTS, LLC	19633
19261	ACE AMERICAN INSURANCE COMPANY	EXHAUST SYSTEMS CORPORATION	19270
19644	ACE AMERICAN INSURANCE COMPANY	EXHAUST SYSTEMS CORPORATION	19633
19237	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC	19270
19636	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC	19633
19235	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC	19270
19639	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC	19633
19274	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC	19270
19642	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC	19633
19238	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION	19270
19637	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION	19633
19234	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC	19270
19640	ACE AMERICAN INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC	19633
19273	ACE AMERICAN INSURANCE COMPANY	DELPHI CHINA LLC	19270
19643	ACE AMERICAN INSURANCE COMPANY	DELPHI CHINA LLC	19633
19236	ACE AMERICAN INSURANCE COMPANY	DELPHI INTERNATIONAL HOLDINGS CORP	19270
19638	ACE AMERICAN INSURANCE COMPANY	DELPHI INTERNATIONAL HOLDINGS CORP	19633
19233	ACE AMERICAN INSURANCE COMPANY	DELPHI INTERNATIONAL SERVICES INC	19270
19641	ACE AMERICAN INSURANCE COMPANY	DELPHI INTERNATIONAL SERVICES INC	19633
19252	ACE AMERICAN INSURANCE COMPANY	PACKARD HUGHES INTERCONNECT COMPANY	19270
19655	ACE AMERICAN INSURANCE COMPANY	PACKARD HUGHES INTERCONNECT COMPANY	19633
19251	ACE AMERICAN INSURANCE COMPANY	DELPHI CONNECTION SYSTEMS	19270
19656	ACE AMERICAN INSURANCE COMPANY	DELPHI CONNECTION SYSTEMS	19633
19267	ACE AMERICAN INSURANCE COMPANY	SPECIALTY ELECTRONICS, INC	19270
19667	ACE AMERICAN INSURANCE COMPANY	SPECIALTY ELECTRONICS, INC	19633
19266	ACE AMERICAN INSURANCE COMPANY	SPECIALTY ELECTRONICS INTERNATIONAL LTD	19270
19668	ACE AMERICAN INSURANCE COMPANY	SPECIALTY ELECTRONICS INTERNATIONAL LTD	19633
19239	ACE AMERICAN INSURANCE COMPANY	DELCO ELECTRONICS OVERSEAS CORPORATION	19270

A	B	C	D
Claim	Claimant	Debtor	Surviving Claim
19635	ACE AMERICAN INSURANCE COMPANY	DELCO ELECTRONICS OVERSEAS CORPORATION	19633
19240	ACE AMERICAN INSURANCE COMPANY	DELPHI DIESEL SYSTEMS CORP	19270
19660	ACE AMERICAN INSURANCE COMPANY	DELPHI DIESEL SYSTEMS CORP	19633
19249	ACE AMERICAN INSURANCE COMPANY	DELPHI FURUKAWA WIRING SYSTEMS LLC	19270
19648	ACE AMERICAN INSURANCE COMPANY	DELPHI FURUKAWA WIRING SYSTEMS LLC	19633
19259	ACE AMERICAN INSURANCE COMPANY	DELPHI MECHATRONIC SYSTEMS, INC.	19270
19662	ACE AMERICAN INSURANCE COMPANY	DELPHI MECHATRONIC SYSTEMS, INC.	19633
19263	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	19270
19629	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	19633
19265	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS CORPORATION	19270
19669	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS CORPORATION	19633
19264	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS TEXAS CORPORATION	19270
19628	ACE AMERICAN INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS TEXAS CORPORATION	19633
19248	ACE AMERICAN INSURANCE COMPANY	MOBILEARIA, INC.	19270
19646	ACE AMERICAN INSURANCE COMPANY	MOBILEARIA, INC.	19633
19192	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CORPORATION	19192
19671	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CORPORATION	19671
19193	PACIFIC EMPLOYERS INSURANCE COMPANY	ASEC MANUFACTURING GENERAL PARTNERSHIP	19192
19673	PACIFIC EMPLOYERS INSURANCE COMPANY	ASEC MANUFACTURING GENERAL PARTNERSHIP	19671
19194	PACIFIC EMPLOYERS INSURANCE COMPANY	ASEC SALES GENERAL PARTNERSHIP	19192
19674	PACIFIC EMPLOYERS INSURANCE COMPANY	ASEC SALES GENERAL PARTNERSHIP	19671
19223	PACIFIC EMPLOYERS INSURANCE COMPANY	ASPIRE, INC	19192
19698	PACIFIC EMPLOYERS INSURANCE COMPANY	ASPIRE, INC	19671
19230	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC	19192
19705	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC	19671
19232	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC	19192
19707	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC	19671
19215	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS LLC	19192
19708	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS LLC	19671
19205	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP	19192
19686	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP	19671
19227	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC	19192
19703	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC	19671
19203	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC	19192
19684	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC	19671
19201	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI ELECTRONICS (HOLDING) LLC	19192
19682	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI ELECTRONICS (HOLDING) LLC	19671
19231	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI FOREIGN SALES CORPORATION	19192
19706	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI FOREIGN SALES CORPORATION	19671
19224	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTEGRATED SERVICE SOLUTIONS, INC	19192
19699	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTEGRATED SERVICE SOLUTIONS, INC	19671
19200	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI LIQUIDATION HOLDING COMPANY	19192
19681	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI LIQUIDATION HOLDING COMPANY	19671
19221	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI LLC	19192
19697	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI LLC	19671
19191	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI NY HOLDING CORPORATION	19192
19672	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI NY HOLDING CORPORATION	19671
19212	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI RECEIVABLES LLC	19192
19710	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI RECEIVABLES LLC	19671
19229	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI SERVICES HOLDING CORPORATION	19192
19704	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI SERVICES HOLDING CORPORATION	19671
19202	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI TECHNOLOGIES, INC	19192
19683	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI TECHNOLOGIES, INC	19671
19226	PACIFIC EMPLOYERS INSURANCE COMPANY	DREAL INC	19192
19702	PACIFIC EMPLOYERS INSURANCE COMPANY	DREAL INC	19671
19195	PACIFIC EMPLOYERS INSURANCE COMPANY	ENVIRONMENTAL CATALYSTS, LLC	19192
19675	PACIFIC EMPLOYERS INSURANCE COMPANY	ENVIRONMENTAL CATALYSTS, LLC	19671
19206	PACIFIC EMPLOYERS INSURANCE COMPANY	EXHAUST SYSTEMS CORPORATION	19192
19687	PACIFIC EMPLOYERS INSURANCE COMPANY	EXHAUST SYSTEMS CORPORATION	19671
19218	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC	19192
19694	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC	19671
19211	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC	19192
19691	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC	19671
19208	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC	19192
19689	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC	19671
19217	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION	19192
19693	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION	19671
19210	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC	19192
19690	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC	19671



A	B	C	D
Claim	Claimant	Debtor	Surviving Claim
19207	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CHINA LLC	19192
19688	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CHINA LLC	19671
19216	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTERNATIONAL HOLDINGS CORP	19192
19692	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTERNATIONAL HOLDINGS CORP	19671
19209	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTERNATIONAL SERVICES INC	19192
19670	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI INTERNATIONAL SERVICES INC	19671
19225	PACIFIC EMPLOYERS INSURANCE COMPANY	PACKARD HUGHES INTERCONNECT COMPANY	19192
19701	PACIFIC EMPLOYERS INSURANCE COMPANY	PACKARD HUGHES INTERCONNECT COMPANY	19671
19222	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CONNECTION SYSTEMS	19192
19700	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI CONNECTION SYSTEMS	19671
19199	PACIFIC EMPLOYERS INSURANCE COMPANY	SPECIALTY ELECTRONICS, INC	19192
19680	PACIFIC EMPLOYERS INSURANCE COMPANY	SPECIALTY ELECTRONICS, INC	19671
19228	PACIFIC EMPLOYERS INSURANCE COMPANY	SPECIALTY ELECTRONICS INTERNATIONAL LTD	19192
19679	PACIFIC EMPLOYERS INSURANCE COMPANY	SPECIALTY ELECTRONICS INTERNATIONAL LTD	19671
19214	PACIFIC EMPLOYERS INSURANCE COMPANY	MOBILEARIA, INC.	19192
19711	PACIFIC EMPLOYERS INSURANCE COMPANY	MOBILEARIA, INC.	19671
19219	PACIFIC EMPLOYERS INSURANCE COMPANY	DELCO ELECTRONICS OVERSEAS CORPORATION	19192
19695	PACIFIC EMPLOYERS INSURANCE COMPANY	DELCO ELECTRONICS OVERSEAS CORPORATION	19671
19220	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI DIESEL SYSTEMS CORP	19192
19696	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI DIESEL SYSTEMS CORP	19671
19213	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI FURUKAWA WIRING SYSTEMS LLC	19192
19709	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI FURUKAWA WIRING SYSTEMS LLC	19671
19204	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MECHATRONIC SYSTEMS, INC.	19192
19685	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MECHATRONIC SYSTEMS, INC.	19671
19196	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	19192
19676	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	19671
19198	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS CORPORATION	19192
19678	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS CORPORATION	19671
19197	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS TEXAS CORPORATION	19192
19677	PACIFIC EMPLOYERS INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS TEXAS CORPORATION	19671
18900	ILLINOIS UNION INSURANCE COMPANY	DELPHI CORPORATION	18900
19018	ILLINOIS UNION INSURANCE COMPANY	ASEC MANUFACTURING GENERAL PARTNERSHIP	18900
19017	ILLINOIS UNION INSURANCE COMPANY	ASEC SALES GENERAL PARTNERSHIP	18900
18917	ILLINOIS UNION INSURANCE COMPANY	ASPIRE, INC	18900
18908	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC	18900
18909	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC	18900
18906	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS LLC	18900
19177	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP	18900
18912	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC	18900
19179	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC	18900
19038	ILLINOIS UNION INSURANCE COMPANY	DELPHI ELECTRONICS (HOLDING) LLC	18900
18910	ILLINOIS UNION INSURANCE COMPANY	DELPHI FOREIGN SALES CORPORATION	18900
18916	ILLINOIS UNION INSURANCE COMPANY	DELPHI INTEGRATED SERVICE SOLUTIONS, INC	18900
19003	ILLINOIS UNION INSURANCE COMPANY	DELPHI LIQUIDATION HOLDING COMPANY	18900
18918	ILLINOIS UNION INSURANCE COMPANY	DELPHI LLC	18900
18903	ILLINOIS UNION INSURANCE COMPANY	DELPHI NY HOLDING CORPORATION	18900
18904	ILLINOIS UNION INSURANCE COMPANY	DELPHI RECEIVABLES LLC	18900
18911	ILLINOIS UNION INSURANCE COMPANY	DELPHI SERVICES HOLDING CORPORATION	18900
19180	ILLINOIS UNION INSURANCE COMPANY	DELPHI TECHNOLOGIES, INC	18900
18913	ILLINOIS UNION INSURANCE COMPANY	DREAL INC	18900
19016	ILLINOIS UNION INSURANCE COMPANY	ENVIRONMENTAL CATALYSTS, LLC	18900
19176	ILLINOIS UNION INSURANCE COMPANY	EXHAUST SYSTEMS CORPORATION	18900
18921	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC	18900
19048	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC	18900
19174	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC	18900
19051	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION	18900
19049	ILLINOIS UNION INSURANCE COMPANY	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC	18900
19175	ILLINOIS UNION INSURANCE COMPANY	DELPHI CHINA LLC	18900
19047	ILLINOIS UNION INSURANCE COMPANY	DELPHI INTERNATIONAL HOLDINGS CORP	18900
19050	ILLINOIS UNION INSURANCE COMPANY	DELPHI INTERNATIONAL SERVICES INC	18900
18914	ILLINOIS UNION INSURANCE COMPANY	PACKARD HUGHES INTERCONNECT COMPANY	18900
18915	ILLINOIS UNION INSURANCE COMPANY	DELPHI CONNECTION SYSTEMS	18900
19004	ILLINOIS UNION INSURANCE COMPANY	SPECIALTY ELECTRONICS, INC	18900
19005	ILLINOIS UNION INSURANCE COMPANY	SPECIALTY ELECTRONICS INTERNATIONAL LTD	18900
18920	ILLINOIS UNION INSURANCE COMPANY	DELCO ELECTRONICS OVERSEAS CORPORATION	18900
18919	ILLINOIS UNION INSURANCE COMPANY	DELPHI DIESEL SYSTEMS CORP	18900
18907	ILLINOIS UNION INSURANCE COMPANY	DELPHI FURUKAWA WIRING SYSTEMS LLC	18900
19178	ILLINOIS UNION INSURANCE COMPANY	DELPHI MECHATRONIC SYSTEMS, INC.	18900
19008	ILLINOIS UNION INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION	18900

<b>A</b>	<b>B</b>	<b>C</b>	<b>D</b>
<b>Claim</b>	<b>Claimant</b>	<b>Debtor</b>	<b>Surviving Claim</b>
19006	ILLINOIS UNION INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS CORPORATION	18900
19007	ILLINOIS UNION INSURANCE COMPANY	DELPHI MEDICAL SYSTEMS TEXAS CORPORATION	18900
18905	ILLINOIS UNION INSURANCE COMPANY	MOBILEARIA, INC.	18900

## **EXHIBIT D**

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- and -

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Attorneys for DPH Holdings Corp., et al.,  
Reorganized Debtors

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Toll Free: (800) 718-5305  
International: (248) 813-2698

DPH Holdings Corp. Legal Information Website:  
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED  
DEBTORS AND TOYOTA MOTOR CORPORATION COMPROMISING AND  
ALLOWING PROOF OF CLAIM NUMBER 15533

(TOYOTA MOTOR CORPORATION)

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Toyota Motor Corporation ("Toyota") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And Toyota Motor Corporation Compromising And Allowing Proof Of Claim Number 15533 (Toyota Motor Corporation) (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Technologies, Inc. ("DTI"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on July 31, 2006, Toyota filed proof of claim number 15533 against DTI, which asserts a secured claim in the amount of \$51,342.00 (the "Claim") stemming from certain alleged contract obligations.

WHEREAS, on April 27, 2007, the Debtors objected to the Claim pursuant to the Debtors' Thirteenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Protective Insurance Claims, (D) Insurance Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims And Untimely Tax Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, And Claims Subject To Modification And Reclamation Agreement (Docket No. 7825) (the "Thirteenth Omnibus Claims Objection").

WHEREAS, on May 24, 2007, Toyota filed the Response Of Toyota Motor

Engineering & Manufacturing North America, Inc. To Debtors' Thirteenth Omnibus Objection To Books And Records Claims (Docket No. 8037) (the "Response").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi emerged from chapter 11 as DPH Holdings Corp.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests." Modified Plan, art. 9.6.

WHEREAS, pursuant to articles 1.54 and 7.2 of the Modified Plan, claims against Delphi and DTI were consolidated into a single group—the Delphi-DAS Debtors—for, among other things, any obligation of the Delphi-DAS Debtors and for purposes of making distributions on account of allowed claims.

WHEREAS, to resolve the Thirteenth Omnibus Claims Objection with respect to the Claim, the Reorganized Debtors and Toyota entered into this Stipulation, pursuant to which the Reorganized Debtors and Toyota agreed that the Claim should be allowed as a general unsecured non-priority claim in the amount of \$51,342.00 against DPH Holdings Corp.

NOW, THEREFORE, the Reorganized Debtors and Toyota stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$51,342.00 and shall be

treated as an allowed general unsecured non-priority claim against DPH Holdings Corp. in accordance with the terms of the Modified Plan.

2. The Response is hereby deemed withdrawn with prejudice.

3. Nothing herein shall be construed as an admission of liability on behalf of the Debtors or the Reorganized Debtors with respect to any portion of the Claim, and Toyota and the Reorganized Debtors reserve all of their rights with respect to any obligations relating to the agreement giving rise to the Claim; provided, however, that the Reorganized Debtors shall not contest the allowed general unsecured non-priority claim being provided herein.

4. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 18th day of August, 2010

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
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/s/ Robert V. Sartin

Robert V. Sartin, Esq.  
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Attorneys for Toyota Motor Corporation

- and -

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New York, New York 10036

Attorneys for DPH Holdings Corp., et al.,  
Reorganized Debtors

# **EXHIBIT E**



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DPH Holdings Corp. Legal Information Website:  
<http://www.dphholdingsdocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

JOINT STIPULATION AND AGREED ORDER BETWEEN REORGANIZED  
DEBTORS AND TEMIC AUTOMOTIVE OF NORTH AMERICA, INC.  
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 8391

(TEMIC AUTOMOTIVE OF NORTH AMERICA, INC., n/k/a CONTINENTAL  
AUTOMOTIVE SYSTEMS, INC., AS ASSIGNEE OF MOTOROLA, INC.)

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and Temic Automotive of North America, Inc., n/k/a Continental Automotive Systems, Inc. (the "Claimant") respectfully submit this Joint Stipulation And Agreed Order Between Reorganized Debtors And Temic Automotive of North America, Inc. Compromising And Allowing Proof Of Claim Number 8391 (Temic Automotive of North America, Inc., n/k/a Continental Automotive Systems, Inc., as assignee of Motorola, Inc.) (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates including Delphi Automotive Systems, LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on June 22, 2006, Motorola, Inc. ("Motorola") filed proof of claim number 8391 against DAS LLC, which asserts a general unsecured non-priority claim in the amount of \$8,385,154.00 (the "Claim") stemming from goods sold and services performed.

WHEREAS, on August 4, 2006, Motorola filed the Evidence Of Transfer Of Claim (Docket No. 4858) unconditionally transferring the Claim to Temic Automotive of North America, Inc., n/k/a Continental Automotive Systems, Inc.

WHEREAS, on June 15, 2007, the Debtors objected to the Claim pursuant to the Debtors' Seventeenth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. §502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Insurance Claim Not Reflected On Debtors' Books And

Records, (D) Untimely Claims And Untimely Tax Claims, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 8270) (the "Seventeenth Omnibus Claims Objection").

WHEREAS, on July 6, 2007, the Claimant filed the Response Of Temic Automotive Of North America, Inc. To The Debtors' Seventeenth Omnibus Claims Objection (Docket No. 8483) (the "First Response").

WHEREAS, on November 12, 2007, the Debtors filed the Debtors' Statement Of Disputed Issues Regarding Proof Of Claim Number 8391 (Motorola, Inc./ Temic Automotive Of North America, Inc) (Docket No. 10895) (the "Statement of Disputed Issues").

WHEREAS, on December 20, 2007, the Claimant filed the Claimant's Supplemental Response To Debtors' Statement Of Disputed Issues Regarding Proof Of Claim Number 8391 (Motorola, Inc./ Temic Automotive Of North America, Inc) (Docket No. 11567) (the "Second Response," and together with the First Response, the "Responses").

WHEREAS, on January 14, 2008, the Debtors filed the Debtors' Supplemental Reply In Further Support Of Debtors' Objection Regarding Proof Of Claim Number 8391 (Motorola, Inc./ Temic Automotive Of North America, Inc.) (Docket No. 11984) (the "Supplemental Reply").

WHEREAS, on October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS

LLC, respectively.

WHEREAS, Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests." Modified Plan, art. 9.6.

WHEREAS, to resolve the Seventeenth Omnibus Claims Objection with respect to the Claim, the Reorganized Debtors and the Claimant entered into this Stipulation, pursuant to which the Reorganized Debtors and the Claimant agreed that the Claim should be allowed as a general unsecured non-priority claim in the amount of \$2,000,000.00 against DPH-DAS LLC.

NOW, THEREFORE, the Reorganized Debtors and Claimant stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$2,000,000.00 and shall be treated as an allowed general unsecured non-priority claim against DPH-DAS LLC in accordance with the terms of the Modified Plan.
2. The Responses are hereby deemed withdrawn with prejudice.
3. Nothing herein shall be construed as an admission of liability on behalf of the Debtors or the Reorganized Debtors with respect to any portion of the Claim.

4. This Court shall retain original and exclusive jurisdiction to adjudicate any disputes arising from or in connection with this Stipulation.

So Ordered in White Plains, New York, this 18th day of August, 2010

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
155 North Wacker Drive  
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/s/ Peter A. Clark  
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- and -

Four Times Square  
New York, New York 10036

Attorney for Temic Automotive of North  
America, Inc., n/k/a Continental Automotive  
Systems, Inc., as assignee of Motorola, Inc.

Attorneys for DPH Holdings Corp., et al.,  
Reorganized Debtors

# **EXHIBIT F**

RECEIVED  
DOCUMENT  
ELECTRONICALLY FILED  
DOC #:  
DATE FILED: 8/17/10

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re

DELPHI CORPORATION, et al.,

Debtors.

-----X  
PLYMOUTH RUBBER COMPANY,

Appellant,

- against -

DELPHI CORPORATION,

Appellee.  
-----X

NAOMI REICE BUCHWALD  
UNITED STATES DISTRICT JUDGE

Chapter 11

Case No. 05-44481  
(RDD)

Jointly Administered

**O R D E R**

09 Civ. 8408 (NRB)

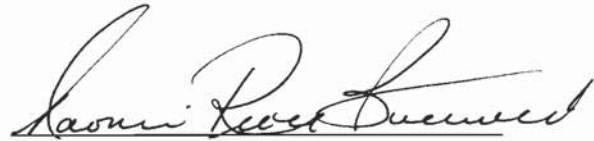
**WHEREAS** United States Bankruptcy Judge Robert D. Drain denied Plymouth Rubber Company's ("PRC") motion for an Order Deeming the Administrative Claim of PRC Timely Filed in an Order, dated August 28, 2009, issued following a thorough explanation of his reasoning on the record of a Hearing held August 20, 2009; and

**WHEREAS** Plymouth Rubber Company appealed that decision on October 5, 2009; and

**WHEREAS**, having considered all the submissions on appeal and having held oral argument on the appeal on July 13, 2010; it is hereby

**ORDERED** that the Order of the Bankruptcy Court is affirmed for the reasons stated by Judge Drain on the record at the August 20, 2009 Hearing and in the August 28, 2009 Order.

Dated: New York, New York  
August 17, 2010



NAOMI REICE BUCHWALD  
UNITED STATES DISTRICT JUDGE

Copies of the foregoing Order have been mailed on this date to the following:

Robert S. Hertzberg  
Deborah Kovsky-Apap  
Pepper Hamilton, LLP (MICH)  
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Detroit, MI 48243

John Wm. Butler, Jr.  
Albert L. Hogan III  
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Four Times Square  
New York, NY 10036



# **EXHIBIT G**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER REGARDING SUPPLEMENT TO MOTION OF METHODE  
ELECTRONICS INC. FOR RELIEF FROM PLAN INJUNCTION

Upon the Supplement To Motion Of Methode Electronics, Inc. For An Order (I) Permitting Methode To Continue Post-Petition Litigation With The Reorganized Debtors In Michigan And (II) Overruling The Reorganized Debtors' Timeliness Objection To Methode's Administrative Expense Claims (Docket No. 20274) (the "Motion Supplement"); and upon the Reorganized Debtors' Supplemental Objection In Response To Supplement To Motion Of Methode Electronics, Inc. For An Order (I) Permitting Methode To Continue Post-Petition Litigation With Reorganized Debtors In Michigan And (II) Overruling Reorganized Debtors' Timeliness Objection To Methode's Administrative Expense Claims (Docket No. 20418); and upon the Reply In Support Of Supplement To Motion Of Methode Electronics, Inc. For An Order (I) Permitting Methode To Continue Post-Petition Litigation With The Reorganized Debtors In Michigan And (II) Overruling The Reorganized Debtors' Timeliness Objection To Methode's Administrative Expense Claims (Docket No. 20431) (collectively the "Pleadings"); and for the reasons stated by the Court on the record at the July 22, 2010 Omnibus Hearing with respect to the Motion Supplement (the "Hearing"), which constitute the findings of fact and

conclusions of law in support of entry of this Order; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>1</sup>

A. The Court has jurisdiction over the contested matters set forth in the Pleadings pursuant to 28 U.S.C. §§ 157 and 1334. The matters raised by the Pleadings are core proceedings under 28 U.S.C. § 157(b)(2). Venue of these cases in this district is proper under 28 U.S.C. §§ 1408 and 1409.

B. On June 14, 2010, the Court entered the Order In Respect Of Administrative Expense Claims Of Methode Electronics Inc. (Docket No. 20240) (the "June 14 Order"). The June 14 Order granted in part, denied in part, and determined to be moot in part Methode's Motion For An Order (I) Permitting Methode To Continue Post-Petition Litigation With The Reorganized Debtors In Michigan And (II) Overruling The Reorganized Debtors' Timeliness Objection To Methode's Administrative Expense Claims (Docket Nos. 19895, 19896, and 19897). Paragraph E of the June 14 Order reflected Methode's stipulation that "the counterclaim with respect to the Supply Agreement is moot as currently pleaded in the Michigan State Court, and Methode's Contract Claim does not seek to assert claims that arose prior to June 1, 2009." Accordingly, paragraph 1.c of the June 14 Order provided that "the request to overrule the Reorganized Debtors' timeliness objection with respect to the Contract Claim is deemed moot and the request to lift the Plan Injunction to allow litigation regarding the Contract Claim in the Michigan state court is held in abeyance pending a stipulation between the parties or further application to this Court."

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<sup>1</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

C. On June 28, 2010, Methode filed the Motion Supplement, which attached a proposed amended counterclaim (in the form presented to the Court, the "Proposed Amended Counterclaim") and renewed Methode's request for permission to prosecute the Proposed Amended Counterclaim in the Michigan state court.

D. For the reasons stated by this Court at the Hearing, Methode did not establish that the Proposed Amended Counterclaim asserts claims that arose after May 31, 2009. NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief requested in the Motion Supplement is denied without prejudice.
2. Kurtzman Carson Consultants LLC is hereby directed to serve this order in accordance with the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections to Claims (Docket No. 6089).
3. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this order.

Dated: White Plains, New York  
August 26, 2010

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT H**

Pg 62 of 70  
DPH Holdings Corp.  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Country
Duane Morris LLP	Lawrence J Kotler Wendy M Simkulak	1540 Broadway 14th Fl		New York	NY	10036-4086	
Duane Morris LLP	Margery N Reed Lewis R Olshin	30 S 17th St		Philadelphia	PA	19103-4196	

# **EXHIBIT I**

Pg 64 of 70  
DPH Holdings Corp.  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Country
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# **EXHIBIT J**

Pg 66 of 70  
DPH Holdings Corp.  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Country
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# **EXHIBIT K**

Pg 68 of 70  
DPH Holdings Corp.  
Special Parties

Company	Contact	Address1	Address2	City	State	Zip	Country
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# **EXHIBIT L**

Company	Contact	Address1	Address2	City	State	Zip	Country
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Locke Lord Bissell & Liddell LLP	Timothy S McFadden	111 S Wacker Dr		Chicago	IL	60606	
Wachtell Lipton Rosen & Katz	Douglas K Mayer Emil A Kleinhaus	Alexander B Lees	51 West 52nd St	New York	NY	10019	